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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: LOWMEYER, DROSDICK, DOSTER, KANTOR
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215 N EOLA DR

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

ORLANDO FL 32801- 401-0000

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WHISKEY SPRINGS, INC.

FAX AUDIT NUMBER: H95000000438

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/11/1995

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**LOWNDES
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TO: DIVISION OF CORPORATIONS - NEW FILINGS
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TELECOPIER NO.: (904) 922-4000 TELEPHONE NO.: (904) 488-9000
FROM: LOURDES G. JONES, LEGAL ASSISTANT TO NICHOLAS A. POPE
TELECOPIER NO.: (407) 422-4495 TELEPHONE NO.: (407) 843-4600
TOTAL NUMBER OF PAGES, INCLUDING THIS ONE: -5-
SPECIAL INSTRUCTIONS: ARTICLES OF INCORPORATION OF: WHISKEY SPRINGS,
INC.

ORIGINAL DOCUMENT TO BE MAILED: _____

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Thank you,

GINA NEAL

CLIENT NO.: 1451

MATTER NO.: 40082

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ARTICLES OF INCORPORATION
OF
WHISKEY SPRINGS, INC.

ARTICLE I - NAME

The name of this corporation is WHISKEY SPRINGS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 1505 E. Colonial Drive, Orlando, Florida 32801.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of TEN CENTS (\$0.10) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Nicholas A. Pope.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have six (6) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Russell L. Mills, Sr.

1505 E. Colonial Drive
Orlando, Florida 32803

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THIS DOCUMENT WAS PREPARED BY:
NICHOLAS A. POPE, FLA BAR #0231010
LOWMEES, BROSDICK, DOSTER, KANTOR & REED, P.A.
P. O. BOX 2809, ORLANDO, FL 32802-2839
(407) 843-4600

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Austin A. Caruso, Jr.	1505 E. Colonial Drive Orlando, Florida 32803
James P. Caruso	1505 E. Colonial Drive Orlando, Florida 32803
Donaldson K. Barton, Sr.	1505 E. Colonial Drive Orlando, Florida 32803
David H. Hughes	1505 E. Colonial Drive Orlando, Florida 32803
Nicholas A. Pope	215 N. Kola Drive Orlando, Florida 32801

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Nicholas A. Pope	215 N. Kola Drive Orlando, Florida 32801
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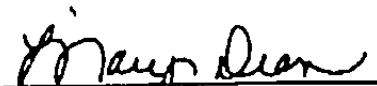
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of December, 1994.


Nicholas A. Pope, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 21st day of December, 1994, by Nicholas A. Pope, who is personally known to me.

(NOTARY SEAL)


Notary Public
Name: Mary Dean
Serial No.: CC078640
My Commission Expires: _____

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Notary Public, State of Florida
My Commission Expires Jan. 24, 1995
Bounded thru Key File - Insurance Inc.

SENT BY: L O D K & R

: 1-11-85 : 5:38PM :

4070418170- DIV OF CORPORATIONS: # 5

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of WHISKY SPRINGS, INC.


Nicholas A. Pope

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